

EXHIBIT B

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

AGWAY FARM & HOME SUPPLY, LLC,

Debtor.¹

Chapter 11

Case No. 22-10602 (JKS)

Objection Deadline: April 10, 2023 at 4:00 p.m. (ET)
Hearing Date: Scheduled only if Necessary

**SEVENTH MONTHLY APPLICATION FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES OF PACHULSKI STANG ZIEHL & JONES LLP,
AS COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD OF FEBRUARY 1, 2023 THROUGH FEBRUARY 28, 2023**

Name of Applicant:	Pachulski Stang Ziehl & Jones LLP
Authorized to Provide Professional Services to:	The Official Committee of Unsecured Creditors
Date of Retention:	July 20, 2022 by Order entered September 21, 2022
Period for which Compensation and Reimbursement is Sought:	February 1, 2023 – February 28, 2023
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$40,028.50
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$196.80

This is a: ☒ monthly ☐ interim ☐ final application.

The total time expended for preparation of this monthly fee application is approximately 2 hours and the corresponding compensation requested is approximately \$2,000.00.

¹ The last four digits of the Debtor's federal tax identification number are 1247. The Debtor's address is 6606 W. Broad Street, Richmond, VA 23230.

PRIOR MONTHLY APPLICATIONS FILED

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
10.07.22	07.20.22 – 08.31.22	\$263,934.50	\$ 391.68	\$263,934.50	\$ 391.68
10.28.22	09.01.22 – 09.30.22	\$135,367.50	\$ 84.20	\$135,367.50	\$ 84.20
12.09.22	10.01.22 – 10.31.22	\$111,238.50	\$ 472.50	\$111,238.50	\$ 472.50
01.19.23	11.01.22 – 11.30.22	\$113,515.00	\$ 93.32	\$113,515.00	\$ 93.32
02.06.23	12.01.22 – 12.31.22	\$ 78,515.00	\$ 96.70	\$ 78,515.00	\$ 96.70
03.13.23	01.01.23 – 01.31.23	\$ 72,681.00	\$1,388.40	\$ 72,681.00	\$1,388.40

PACHULSKI STANG ZIEHL & JONES LLP PROFESSIONALS

Name of Professional Individual	Position of the Applicant, Year of Obtaining License to Practice	Hourly Billing Rate	Total Hours Billed	Total Compensation
Bradford J. Sandler	Partner 1996	\$1,595.00	2.00	\$ 3,190.00
Paul John Labov	Partner, 2002	\$1,295.00	10.50	\$13,597.50
Colin R. Robinson	Counsel 2012	\$1,095.00	15.30	\$16,753.50
Ian Densmore	Paralegal	\$545.00	5.70	\$ 3,106.50
Patricia J. Jeffries	Paralegal	\$545.00	4.80	\$ 2,616.00
Karen S. Neil	Case Management Assistant	\$425.00	1.80	\$ 765.00

Grand Total: 40,028.50
Total Hours: 40.10
Blended Rate: \$998.22

COMPENSATION BY CATEGORY

Project Categories	Total Hours	Total Fees
Bankruptcy Litigation	2.90	\$ 3,505.50
Case Administration	9.90	\$ 9,154.50
Compensation of Professionals	7.50	\$ 4,897.50
Compensation of Professionals / Other	4.50	\$ 4,407.50
Executory Contracts	0.40	\$ 488.00
Financial Filings	0.30	\$ 378.50
Financing	0.20	\$ 219.00
General Creditors' Committee	1.70	\$ 2,001.50
Operations	3.10	\$ 3,394.50
Plan & Disclosure Statement	9.60	\$11,582.00
Totals	40.10	\$40,028.50

EXPENSE SUMMARY

Expense Category	Service Provider² (if applicable)	Total Expenses
Pacer – Court Research		\$ 44.80
Postage		\$ 8.70
Reproduction Expense		\$ 27.90
Reproduction / Scan Copy		\$115.40
Total		\$196.80

² PSZ&J may use one or more service providers. The service providers identified herein below are the primary service providers for the categories described.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

AGWAY FARM & HOME SUPPLY, LLC,

Debtor.¹

Chapter 11

Case No. 22-10602 (JKS)

Objection Deadline: April 10, 2023 at 4:00 p.m. (ET)
Hearing Date: Scheduled only if Necessary

**SEVENTH MONTHLY APPLICATION FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES OF PACHULSKI STANG ZIEHL & JONES LLP,
AS COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD OF FEBRUARY 1, 2023 THROUGH FEBRUARY 28, 2023**

Pursuant to sections 330 and 331 of Title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (collectively, the “Bankruptcy Rules”), and the Court’s *Order Establishing Procedures for Interim Compensation and Reimbursement of Professionals*, entered on August 3, 2022 [Docket No. 114] (the “Administrative Order”), Pachulski Stang Ziehl & Jones LLP (“PSZJ” or the “Firm”), counsel for the Official Committee of Unsecured Creditors (the “Committee”), hereby submits its *Seventh Monthly Application for Compensation and Reimbursement of Expenses for the Period of February 1, 2023 through February 28, 2023* (the “Application”).

By this Application, PSZJ seeks (i) a monthly interim allowance of compensation in the amount of \$40,028.50 and actual and necessary expenses in the amount of \$196.80 for a total allowance of \$40,225.30 and (ii) payment of \$32,022.80 (80% of the allowed fees pursuant to the Administrative Order) and reimbursement of \$196.80 (100% of the allowed expenses pursuant to the Compensation Procedures Order) for a total payment of \$32,219.60 for the period

¹ The last four digits of the Debtor’s federal tax identification number are 1247. The Debtor’s address is 6606 W. Broad Street, Richmond, VA 23230.

of February 1, 2023 through February 28, 2023 (the “Interim Period”). In support of this Application, PSZJ respectfully represents as follows:

Background

1. On July 5, 2022 (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtor is operating its business and managing its property as a debtor in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No request for the appointment of a trustee or examiner has been made in this chapter 11 case.

2. On July 18, 2022, the Office of the United States Trustee established the Committee pursuant to section 1102(a)(1) of the Bankruptcy Code, which currently is comprised of the following seven members: (i) The Scotts Company, LLC; (ii) Animal Health International, Inc.; (iii) Wildlife Sciences, LLC; (iv) Capital Forrest Products; (v) Gallagher North America, Inc.; (vi) Hub Group, Inc.; and (vii) American Wood Fibers, Inc.[Docket Nos. 118 and 289].

3. On August 3, 2022, the Court signed the Administrative Order, authorizing certain professionals (“Professionals”) to submit monthly applications for interim compensation and reimbursement for expenses, pursuant to the procedures specified therein. The Administrative Order provides, among other things, that a Professional may submit monthly fee applications. If no objections are made within ten (10) days after service of the monthly fee application the Debtor is authorized to pay the Professional eighty percent (80%) of the requested fees and one hundred percent (100%) of the requested expenses. Beginning with the period September 30, 2022, and at three-month intervals or such other intervals convenient to the Court, each Professional shall file

and serve an interim application for allowance of the amounts sought in its monthly fee applications for that period. All fees and expenses paid are on an interim basis until final allowance by the Court.

4. The retention of PSZJ, as counsel to the Committee, was approved effective as of July 20, 2022, by this Court's *Order Authorizing and Approving the Retention of Pachulski Stang Ziehl & Jones LLP as Counsel to the Official Committee of Unsecured Creditors, Effective as of July 20, 2022* [Docket No. 205] (the "Retention Order"). The Retention Order authorized PSZJ to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

PSZJ'S APPLICATION FOR COMPENSATION AND FOR REIMBURSEMENT OF EXPENSES

Compensation Paid and Its Source

5. All services for which PSZ&J requests compensation were performed for or on behalf of the Committee. PSZ&J has received no payment and no promises for payment from any source other than the Debtor for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. There is no agreement or understanding between PSZ&J and any other person other than the partners of PSZ&J for the sharing of compensation to be received for services rendered in this case. PSZ&J has not received a retainer in this case.

Fee Statements

6. The fee statement for the Interim Period is attached hereto as **Exhibit A**. This statement contains daily time logs describing the time spent by each attorney and

paraprofessional during the Interim Period. To the best of PSZJ's knowledge, this Application complies with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules and the Administrative Order. PSZJ's time reports are initially handwritten or directly entered in the billing system, by the attorney or paralegal performing the described services. The time reports are organized on a daily basis. PSZJ is particularly sensitive to issues of "lumping" and, unless time was spent in one time frame on a variety of different matters for a particular client, separate time entries are set forth in the time reports. PSZJ's charges for its professional services are based upon the time, nature, extent and value of such services and the cost of comparable services other than in a case under the Bankruptcy Code. To the extent it is feasible, PSZJ professionals attempt to work during travel.

Actual and Necessary Expenses

7. A summary of the actual and necessary expenses incurred by PSZJ for the Interim Period is attached hereto as part of **Exhibit A**. PSZJ customarily charges \$0.10 per page for photocopying expenses related to cases, such as this, arising in Delaware. PSZJ's photocopying machines automatically record the number of copies made when the person that is doing the copying enters the client's account number into a device attached to the photocopier. PSZJ summarizes each client's photocopying charges on a daily basis.

8. PSZJ charges \$0.25 per page for out-going facsimile transmissions. There is no additional charge for long distance telephone calls on faxes. The charge for outgoing facsimile transmissions reflects PSZJ's calculation of the actual costs incurred by PSZJ for the machines, supplies and extra labor expenses associated with sending telecopies and is reasonable

in relation to the amount charged by outside vendors who provide similar services. PSZJ does not charge the Debtor for the receipt of faxes in this case.

9. With respect to providers of on-line legal research services (e.g., LEXIS and WESTLAW), PSZJ charges the standard usage rates these providers charge for computerized legal research. PSZJ bills its clients the actual amounts charged by such services, with no premium. Any volume discount received by PSZJ is passed on to the client.

10. PSZJ believes the foregoing rates are the market rates that the majority of law firms charge clients for such services. In addition, PSZJ believes that such charges are in accordance with the American Bar Association's ("ABA") guidelines, as set forth in the ABA's Statement of Principles, dated January 12, 1995, regarding billing for disbursements and other charges.

Summary of Services Rendered

11. The names of the timekeepers of PSZJ who have rendered professional services in this case during the Interim Period are set forth in the attached **Exhibit A**. PSZJ, by and through such persons, has prepared and assisted in the preparation of various motions and orders submitted to the Court for consideration, advised the Debtor on a regular basis with respect to various matters in connection with the Debtor's case, and performed all necessary professional services which are described and narrated in detail below. PSZJ's efforts have been extensive due to the size and complexity of the Debtor's case.

Summary of Services by Project

12. The services rendered by PSZJ during the Interim Period can be grouped into the categories set forth below. PSZJ attempted to place the services provided in the category that best relates to such services. However, because certain services may relate to one or more categories, services pertaining to one category may in fact be included in another category. These services performed, by categories, are generally described below, with a more detailed identification of the actual services provided set forth on the attached **Exhibit A**. **Exhibit A** identifies the attorneys and paraprofessionals who rendered services relating to each category, along with the number of hours for each individual and the total compensation sought for each category.

A. Bankruptcy Litigation

13. During the Interim Period, the Firm, among other things, reviewed memoranda regarding investigative interviews, discussed issues in connection with removal of actions, and addressed issues in connection with de minimus asset transfers and discovery related thereto.

Fees: \$3,505.50

Hours: 2.90

B. Case Administration

14. During the Interim Period, the Firm, among other things, reviewed correspondence and pleadings and forwarded them to appropriate parties, maintained calendar of critical dates and deadlines, and reviewed and followed up on various open case issues.

Fees: \$9,154.50

Hours: 9.90

C. Compensation of Professionals

15. During the Interim Period, the Firm, among other things, prepared its sixth monthly fee application and first quarterly fee application.

Fees: \$4,897.50 Hours: 7.50

D. Compensation of Professionals / Other

16. During the Interim Period, the Firm, among other things, assisted with the preparation and filing of FTI's monthly fee applications, and reviewed monthly fee applications filed by the Debtor's professionals.

Fees: \$4,407.50 Hours: 4.50

E. Executory Contracts

17. During the Interim period, the Firm, among other things, reviewed and analyzed a claim assignments and transfers and lease rejection notices.

Fees: \$488.00 Hours: .40

F. Financial Filings

18. During the Interim period, the Firm, among other things, reviewed the Debtor's monthly operating report.

Fees: \$378.50 Hours: .30

G. Financing

19. During the Interim Period, the Firm, among other things, conferred with estate professionals regarding a cash bridge.

Fees: \$219.00 Hours: .20

H. General Creditors' Committee

20. During the Interim Period, the Firm, among other things, prepared a case status update for the Committee.

Fees: \$2,001.50

Hours: 1.70

I. Operations

21. During the Interim Period, the Firm, among other things, reviewed correspondence regarding insurance renewals and analyzed same.

Fees: \$3,394.50

Hours: 3.10

J. Plan and Disclosure Statement

22. During the Interim Period, the Firm, among other things, reviewed the Debtor's revised combined disclosure statement and plan of liquidation, conferred with counsel on timing issues in connection with confirmation, and reviewed the Debtors' motion to extend plan filing exclusivity.

Fees: \$11,582.00

Hours: 9.60

Valuation of Services

23. Attorneys and paraprofessionals of PSZJ expended a total 40.10 hours in connection with their representation of the Committee during the Interim Period, as follows:

Name of Professional Individual	Position of the Applicant, Year of Obtaining License to Practice	Hourly Billing Rate	Total Hours Billed	Total Compensation
Bradford J. Sandler	Partner 1996	\$1,595.00	2.00	\$ 3,190.00
Paul John Labov	Partner, 2002	\$1,295.00	10.50	\$13,597.50
Colin R. Robinson	Counsel 2012	\$1,095.00	15.30	\$16,753.50
Ian Densmore	Paralegal	\$545.00	5.70	\$ 3,106.50

Name of Professional Individual	Position of the Applicant, Year of Obtaining License to Practice	Hourly Billing Rate	Total Hours Billed	Total Compensation
Patricia J. Jeffries	Paralegal	\$545.00	4.80	\$ 2,616.00
Karen S. Neil	Case Management Assistant	\$425.00	1.80	\$ 765.00

Grand Total: **40,028.50**
Total Hours: **40.10**
Blended Rate: **\$998.22**

24. The nature of work performed by these persons is fully set forth in **Exhibit A** attached hereto. These are PSZJ's normal hourly rates for work of this character. The reasonable value of the services rendered by PSZJ for the Committee during the Interim Period is \$40,028.50.

25. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by PSZJ is fair and reasonable given (a) the complexity of this case, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under the Bankruptcy Code. Moreover, PSZJ has reviewed the requirements of Del. Bankr. LR 2016-2 and the Administrative Order and believes that this Application complies with such Rule and Order.

WHEREFORE, PSZJ respectfully requests that, for the period of February 1, 2023 through February 28, 2023, (i) an interim allowance be made to PSZJ for compensation in the amount \$40,028.50 and actual and necessary expenses in the amount of \$196.80 for a total allowance of \$40,225.30 and (ii) payment of \$32,022.80 (80% of the allowed fees pursuant to the Administrative Order) and reimbursement of \$196.80 (100% of the allowed expenses pursuant to

the Compensation Procedures Order) for a total payment of \$32,219.60, and for such other and further relief as this Court may deem just and proper.

Dated: March 29, 2023

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Colin R. Robinson

Robert J. Feinstein (admitted *pro hac vice*)
Bradford J. Sandler (DE Bar No. 4142)
Colin R. Robinson (DE Bar No. 5524)
919 N. Market Street, 17th Floor
Wilmington, DE 19801
Telephone: (302) 652-4100
Facsimile: (302) 652-4400
Email: rfeinstein@pszjlaw.com
bsandler@pszjlaw.com
crobinson@pszjlaw.com

*Counsel to the Official Committee of Unsecured
Creditors*

DECLARATION

STATE OF DELAWARE :
 :
COUNTY OF NEW CASTLE :

Bradford J. Sandler, after being duly sworn according to law, deposes and says:

a) I am a partner with the applicant law firm Pachulski Stang Ziehl & Jones LLP, and am admitted to appear before this Court.

b) I am familiar with the legal services rendered by PSZJ as counsel to the Committee.

c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del. Bankr. LR 2016-2, the Administrative Order signed on or about August 3, 2022 and submit that the Application substantially complies with such rule and orders.

/s/ Bradford J. Sandler

Bradford J. Sandler

EXHIBIT A

February 1, 2023 – February 28, 2023 Invoice

Pachulski Stang Ziehl & Jones LLP

919 North Market Street
17th Floor
Wilmington, DE 19801

March 28, 2023

Invoice 132072

Client 02312

Matter 00002

CRR

CRR

RE: Committee Representation

STATEMENT OF PROFESSIONAL SERVICES RENDERED THROUGH 02/28/2023

FEES	\$40,028.50
EXPENSES	\$196.80
TOTAL CURRENT CHARGES	\$40,225.30
BALANCE FORWARD	\$213,266.44
TOTAL BALANCE DUE	\$253,491.74

Pachulski Stang Ziehl & Jones LLP
Agway Farms O.C.C.
02312 -00002

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Summary of Services by Professional

<u>ID</u>	<u>Name</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
BJS	Sandler, Bradford J.	Partner	1595.00	2.00	\$3,190.00
CRR	Robinson, Colin R.	Counsel	1095.00	15.30	\$16,753.50
IDD	Densmore, Ian	Paralegal	545.00	5.70	\$3,106.50
KSN	Neil, Karen S.	Case Man. Asst.	425.00	1.80	\$765.00
PJJ	Jeffries, Patricia J.	Paralegal	545.00	4.80	\$2,616.00
PJL	Labov, Paul John	Partner	1295.00	10.50	\$13,597.50
				<hr/> 40.10	<hr/> \$40,028.50

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 Agway Farms O.C.C.
 02312 -00002

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Summary of Services by Task Code

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
BL	Bankruptcy Litigation [L430]	2.90	\$3,505.50
CA	Case Administration [B110]	9.90	\$9,154.50
CP	Compensation Prof. [B160]	7.50	\$4,897.50
CPO	Comp. of Prof./Others	4.50	\$4,407.50
EC	Executory Contracts [B185]	0.40	\$488.00
FF	Financial Filings [B110]	0.30	\$378.50
FN	Financing [B230]	0.20	\$219.00
GC	General Creditors Comm. [B150]	1.70	\$2,001.50
OP	Operations [B210]	3.10	\$3,394.50
PD	Plan & Disclosure Stmt. [B320]	9.60	\$11,582.00
		40.10	<hr/> \$40,028.50

Pachulski Stang Ziehl & Jones LLP
 Agway Farms O.C.C.
 02312 -00002

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Summary of Expenses

<u>Description</u>	<u>Amount</u>
Pacer - Court Research	\$44.80
Postage [E108]	\$8.70
Reproduction Expense [E101]	\$27.90
Reproduction/ Scan Copy	\$115.40
	<hr/>
	\$196.80

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bankruptcy Litigation [L430]						
02/01/2023	CRR	BL	Review Debtor response re removal of actions and confer w/ BSandler.	0.50	1095.00	\$547.50
02/02/2023	CRR	BL	Attention re laptop transfer, discovery related to same and confer w/ FTI.	0.50	1095.00	\$547.50
02/06/2023	BJS	BL	Various emails with FTI regarding Gorssman interview	0.30	1595.00	\$478.50
02/06/2023	CRR	BL	Review FTI notes re interview of former CFO and litigation analysis.	0.70	1095.00	\$766.50
02/06/2023	PJL	BL	Review Matt Grossman notes on meeting, including internal discussion regarding same.	0.90	1295.00	\$1,165.50
				2.90		\$3,505.50
Case Administration [B110]						
02/02/2023	KSN	CA	Maintain document control.	0.10	425.00	\$42.50
02/03/2023	KSN	CA	Maintain document control.	0.10	425.00	\$42.50
02/03/2023	PJL	CA	Review next steps with winding down case and discuss same with internal team.	0.40	1295.00	\$518.00
02/06/2023	KSN	CA	Maintain document control.	0.20	425.00	\$85.00
02/07/2023	KSN	CA	Maintain document control.	0.10	425.00	\$42.50
02/07/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.1); advise attorneys of upcoming deadlines (.1)	0.20	545.00	\$109.00
02/08/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.1); advise attorneys of upcoming deadlines (.1)	0.20	545.00	\$109.00
02/09/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.1); advise attorneys of upcoming deadlines (.1)	0.20	545.00	\$109.00
02/10/2023	KSN	CA	Maintain document control.	0.10	425.00	\$42.50
02/10/2023	PJL	CA	Conference with B. Sandler regarding plan administrator.	0.40	1295.00	\$518.00
02/10/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.1); advise attorneys of upcoming deadlines (.1)	0.20	545.00	\$109.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
02/13/2023	KSN	CA	Maintain document control.	0.10	425.00	\$42.50
02/13/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.1); advise attorneys of upcoming deadlines (.1)	0.20	545.00	\$109.00
02/14/2023	PJL	CA	Review insurance policy renewals and discuss same internally with FTI and PSZJ team.	1.20	1295.00	\$1,554.00
02/15/2023	KSN	CA	Maintain document control.	0.30	425.00	\$127.50
02/15/2023	PJL	CA	Review insurance policies and discuss same with internal team and FTI.	1.60	1295.00	\$2,072.00
02/15/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.1); advise attorneys of upcoming deadlines (.1)	0.20	545.00	\$109.00
02/16/2023	KSN	CA	Maintain document control.	0.20	425.00	\$85.00
02/16/2023	PJL	CA	Review open issues.	0.40	1295.00	\$518.00
02/16/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.1); advise attorneys of upcoming deadlines (.1)	0.20	545.00	\$109.00
02/17/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.1); advise attorneys of upcoming deadlines (.1)	0.20	545.00	\$109.00
02/17/2023	PJL	CA	Review insurance issues and correspond with internal team and FTI.	0.90	1295.00	\$1,165.50
02/20/2023	PJL	CA	Conference with B. Sandler regarding open issues.	0.40	1295.00	\$518.00
02/21/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.1); advise attorneys of upcoming deadlines (.1)	0.20	545.00	\$109.00
02/21/2023	KSN	CA	Maintain document control.	0.20	425.00	\$85.00
02/22/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.1); advise attorneys of upcoming deadlines (.1)	0.20	545.00	\$109.00
02/22/2023	KSN	CA	Maintain document control.	0.20	425.00	\$85.00
02/23/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.1); advise attorneys of upcoming deadlines (.1)	0.20	545.00	\$109.00
02/24/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.1); advise attorneys of upcoming	0.20	545.00	\$109.00

Pachulski Stang Ziehl & Jones LLP
 Agway Farms O.C.C.
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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			deadlines (.1)			
02/27/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.1); advise attorneys of upcoming deadlines (.1)	0.20	545.00	\$109.00
02/28/2023	IDD	CA	Review docket to update Critical Dates Memorandum (.1); advise attorneys of upcoming deadlines (.1)	0.20	545.00	\$109.00
02/28/2023	KSN	CA	Maintain document control.	0.20	425.00	\$85.00
				9.90		\$9,154.50

Compensation Prof. [B160]

02/01/2023	PJJ	CP	Work on December fee statement.	0.40	545.00	\$218.00
02/01/2023	PJJ	CP	Draft notice of December fee statement.	0.20	545.00	\$109.00
02/01/2023	CRR	CP	Review Dec. fee application and email to PJefferies.	0.30	1095.00	\$328.50
02/06/2023	BJS	CP	Review and Revise PSZJ fee application	0.20	1595.00	\$319.00
02/06/2023	IDD	CP	Finalize PSZJ 5th Monthly Fee Application (.3); file same with the Court (.2); serve same on required parties (.1)	0.60	545.00	\$327.00
02/09/2023	CRR	CP	Attention re interim fee applications.	0.60	1095.00	\$657.00
02/13/2023	PJJ	CP	Draft interim fee application.	0.40	545.00	\$218.00
02/14/2023	PJJ	CP	Draft 1st quarterly fee application.	2.50	545.00	\$1,362.50
02/22/2023	IDD	CP	Finalize PSZJ 1st Quarterly Fee Application (.3); draft Notice for same (.2); file same with the Court (.3); serve same on required parties (.1)	0.90	545.00	\$490.50
02/22/2023	BJS	CP	Review agway fee application	0.10	1595.00	\$159.50
02/23/2023	PJJ	CP	Draft January fee statement.	0.30	545.00	\$163.50
02/24/2023	PJJ	CP	Work on January fee statement & notice.	1.00	545.00	\$545.00
				7.50		\$4,897.50

Comp. of Prof./Others

02/06/2023	BJS	CPO	Review FTI fee application	0.10	1595.00	\$159.50
02/06/2023	BJS	CPO	Review SBF fee application	0.10	1595.00	\$159.50
02/06/2023	CRR	CPO	Review FTI fee application	0.30	1095.00	\$328.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
02/06/2023	IDD	CPO	Finalize FTI 4th Monthly Fee Application (.2); draft Notice for same (.2); file FTI 4th Monthly Fee Application with the Court (.3); serve same on required parties (.1)	0.80	545.00	\$436.00
02/08/2023	BJS	CPO	Review MJ fee application	0.10	1595.00	\$159.50
02/09/2023	CRR	CPO	Confer w/ Debtor's counsel re interim fee hearing.	0.20	1095.00	\$219.00
02/14/2023	BJS	CPO	Review focus fee application	0.10	1595.00	\$159.50
02/14/2023	CRR	CPO	Review Debtor's professionals interim fee applications.	0.80	1095.00	\$876.00
02/17/2023	CRR	CPO	Review FTI interim fee application.	0.30	1095.00	\$328.50
02/21/2023	CRR	CPO	Review re quarterly fee applications and email to IDensmore.	0.50	1095.00	\$547.50
02/22/2023	IDD	CPO	Finalize FTI 1st Interim Fee Application (.3); file same with the Court (.2); serve same on required parties (.1)	0.60	545.00	\$327.00
02/22/2023	BJS	CPO	Review focus Mgmt fee application	0.10	1595.00	\$159.50
02/22/2023	CRR	CPO	Address comments to FTI interim fee application and confer w/ IDensmore, MAddicks.	0.50	1095.00	\$547.50
				4.50		\$4,407.50

Executory Contracts [B185]

02/09/2023	CRR	EC	Review claim assignments, transfers.	0.30	1095.00	\$328.50
02/16/2023	BJS	EC	Review lease rejection notice	0.10	1595.00	\$159.50
				0.40		\$488.00

Financial Filings [B110]

02/03/2023	CRR	FF	Review Debtor's monthly operating report.	0.20	1095.00	\$219.00
02/21/2023	BJS	FF	Review MOR	0.10	1595.00	\$159.50
				0.30		\$378.50

Financing [B230]

02/24/2023	CRR	FN	Confer w/ NGanti re cash bridge.	0.20	1095.00	\$219.00
				0.20		\$219.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
General Creditors Comm. [B150]						
02/28/2023	CRR	GC	Prepare update to Committee re case status.	1.00	1095.00	\$1,095.00
02/28/2023	PJL	GC	Review correspondence to committee and comment on same.	0.70	1295.00	\$906.50
				1.70		\$2,001.50
Operations [B210]						
02/14/2023	CRR	OP	Review Debtor update re insurance renewals and confer internally;	0.80	1095.00	\$876.00
02/15/2023	CRR	OP	Review policy information from schedules and communications with Debtor's counsel re insurance policy extensions.	1.80	1095.00	\$1,971.00
02/16/2023	CRR	OP	Confer w/ NGati re insurance issues and review update.	0.50	1095.00	\$547.50
				3.10		\$3,394.50
Plan & Disclosure Stmt. [B320]						
02/02/2023	PJL	PD	Internal discussion regarding plan and disclosure statement.	0.70	1295.00	\$906.50
02/03/2023	CRR	PD	Revise Plan and send formatting comments to R. Mori.	2.40	1095.00	\$2,628.00
02/04/2023	CRR	PD	Review R. Mori edits to Plan format.	0.30	1095.00	\$328.50
02/06/2023	CRR	PD	Review Plan, provide to Debtor's counsel for comments.	1.80	1095.00	\$1,971.00
02/06/2023	PJL	PD	Review updated plan and comment to same.	1.30	1295.00	\$1,683.50
02/13/2023	PJL	PD	Discuss open issues and timing on plan and disclosure statement with B. Sandler.	0.40	1295.00	\$518.00
02/21/2023	BJS	PD	Attention to revised draft plan	0.30	1595.00	\$478.50
02/21/2023	CRR	PD	Confer proposed plan administrator re case status.	0.20	1095.00	\$219.00
02/22/2023	BJS	PD	Teleconference with S Balasiano regarding plan	0.30	1595.00	\$478.50
02/23/2023	PJL	PD	Internal discussion regarding status of plan and disclosure statement.	0.60	1295.00	\$777.00
02/27/2023	PJL	PD	Internal discussion on timing for PD, Debtors' counsel timing.	0.60	1295.00	\$777.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
02/28/2023	BJS	PD	Review Motion to Extend Exclusivity	0.10	1595.00	\$159.50
02/28/2023	CRR	PD	Confer w/ Debtor's counsel on Plan status, exclusivity.	0.30	1095.00	\$328.50
02/28/2023	CRR	PD	Review motion re extend exclusivity.	0.30	1095.00	\$328.50
				9.60		\$11,582.00

TOTAL SERVICES FOR THIS MATTER:

\$40,028.50

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Expenses

02/03/2023	RE2	SCAN/COPY (15 @0.10 PER PG)	1.50
02/03/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
02/06/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
02/06/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
02/06/2023	RE2	SCAN/COPY (3 @0.10 PER PG)	0.30
02/06/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
02/06/2023	RE2	SCAN/COPY (51 @0.10 PER PG)	5.10
02/06/2023	RE2	SCAN/COPY (3 @0.10 PER PG)	0.30
02/08/2023	RE2	SCAN/COPY (44 @0.10 PER PG)	4.40
02/08/2023	RE2	SCAN/COPY (68 @0.10 PER PG)	6.80
02/09/2023	RE2	SCAN/COPY (17 @0.10 PER PG)	1.70
02/10/2023	RE2	SCAN/COPY (4 @0.10 PER PG)	0.40
02/10/2023	RE2	SCAN/COPY (3 @0.10 PER PG)	0.30
02/10/2023	RE2	SCAN/COPY (6 @0.10 PER PG)	0.60
02/10/2023	RE2	SCAN/COPY (4 @0.10 PER PG)	0.40
02/10/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
02/10/2023	RE2	SCAN/COPY (3 @0.10 PER PG)	0.30
02/10/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
02/10/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
02/10/2023	RE2	SCAN/COPY (1 @0.10 PER PG)	0.10
02/10/2023	RE2	SCAN/COPY (5 @0.10 PER PG)	0.50
02/10/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
02/13/2023	RE2	SCAN/COPY (3 @0.10 PER PG)	0.30
02/13/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
02/21/2023	RE2	SCAN/COPY (3 @0.10 PER PG)	0.30
02/21/2023	RE2	SCAN/COPY (5 @0.10 PER PG)	0.50
02/21/2023	RE2	SCAN/COPY (5 @0.10 PER PG)	0.50
02/21/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
02/21/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
02/21/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
02/21/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
02/21/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20

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02/21/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
02/21/2023	RE2	SCAN/COPY (4 @0.10 PER PG)	0.40
02/21/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
02/21/2023	RE2	SCAN/COPY (6 @0.10 PER PG)	0.60
02/21/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
02/22/2023	PO	Postage DE	8.70
02/22/2023	RE	(1 @0.10 PER PG)	0.10
02/22/2023	RE	(278 @0.10 PER PG)	27.80
02/22/2023	RE2	SCAN/COPY (18 @0.10 PER PG)	1.80
02/22/2023	RE2	SCAN/COPY (648 @0.10 PER PG)	64.80
02/22/2023	RE2	SCAN/COPY (183 @0.10 PER PG)	18.30
02/27/2023	RE2	SCAN/COPY (18 @0.10 PER PG)	1.80
02/28/2023	PAC	Pacer - Court Research	44.80

Total Expenses for this Matter

\$196.80

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REMITTANCE ADVICE

Please include this Remittance with your payment

For current services rendered through: 02/28/2023

Total Fees \$40,028.50

Total Expenses 196.80

Total Due on Current Invoice \$40,225.30

Outstanding Balance from prior invoices as of 03/28/2023 (May not include recent payments)

<u>A/R Bill Number</u>	<u>Invoice Date</u>	<u>Fees Billed</u>	<u>Expenses Billed</u>	<u>Balance Due</u>
130900	08/31/2022	\$263,934.50	\$391.68	\$52,786.90
131012	09/30/2022	\$135,367.50	\$84.20	\$27,073.50
131217	10/31/2022	\$111,238.50	\$472.50	\$22,247.70
131438	11/30/2022	\$113,515.00	\$93.32	\$22,703.00
131660	12/31/2022	\$78,515.00	\$96.70	\$15,703.00
132071	03/28/2023	\$72,681.00	\$71.34	\$72,752.34

Total Amount Due on Current and Prior Invoices: \$253,491.74

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

AGWAY FARM & HOME SUPPLY, LLC,

Debtor.¹

Chapter 11

Case No. 22-10602 (JKS)

Objection Deadline: April 10, 2023 at 4:00 p.m. (ET)

Hearing Date: Scheduled only if Necessary

**NOTICE OF SEVENTH MONTHLY APPLICATION FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES OF PACHULSKI STANG ZIEHL & JONES LLP,
AS COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD OF FEBRUARY 1, 2023 THROUGH FEBRUARY 28, 2023**

PLEASE TAKE NOTICE that on March 29, 2023, Pachulski Stang Ziehl & Jones LLP, Counsel for the Official Committee of Unsecured Creditors (the “Committee”), filed the *Seventh Monthly Application for Compensation and Reimbursement of Expenses of Pachulski Stang Ziehl & Jones LLP, as Counsel for the Official Committee of Unsecured Creditors for the Period of February 1, 2023 through February 28, 2023* (the “Application”) seeking compensation for the reasonable and necessary services rendered to the Committee in the amount of \$40,028.50 and reimbursement for actual and necessary expenses in the amount of \$196.80. A copy of the Application is attached hereto.

PLEASE TAKE FURTHER NOTICE that any response or objection to the Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801 (the “Court”) on or before **April 10, 2023 at 4:00 p.m. Eastern Time.**

¹ The last four digits of the Debtor’s federal tax identification number are 1247. The Debtor’s address is 6606 W. Broad Street, Richmond, VA 23230.

The Application is submitted pursuant to the *Order Establishing Procedures for Interim Compensation and Reimbursement of Professionals*, entered on August 3, 2022 [Docket No. 114] (the “Administrative Order”).

PLEASE TAKE FURTHER NOTICE that at the same time, you must also serve a copy of the response or objection upon: (i) the Debtor: Agway Farm & Home Supply, LLC, 6006 W. Broad Street, Richmond, Virginia, 23230 (ii) counsel to the Debtor: Morris James LLP, 500 Delaware Avenue, Suite 1500, Wilmington, Delaware, 19801, Attn: Jeffrey R. Waxman (jwaxman@morrisjames.com), and Brya Keilson (bkielson@morrisjames.com) and Shulman Bastian Friedman & Bui LLP, 100 Spectrum Center Drive, Suite 600, Irvine, California, 92618, Attn: Alan J. Friedman (afriedman@shulmanbastian.com), Melissa Davis Lowe (mlowe@shulmanbastian.com), and Max Casal (mcasal@shulmanbastian.com); (iii) the Office of the United States Trustee, 844 King Street, Suite 2207, Lockbox #35, Wilmington, Delaware, 19801, Attn: Richard L. Schepacarter (richard.schepacarter@usdoj.gov); and (iv) counsel to the Official Committee of Unsecured Creditors, Pachulski Stang Ziehl & Jones LLP, 919 N. Market Street, 17th Floor, Wilmington, Delaware, 19801, Attn: Bradford J. Sandler, Esq. (bsandler@pszjlaw.com) and Colin R. Robinson, Esq. (crobinson@pszjlaw.com).

PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURES, THEN 80% OF FEES AND 100% OF EXPENSES REQUESTED IN THE APPLICATION MAY BE PAID PURSUANT TO THE ADMINISTRATIVE ORDER WITHOUT FURTHER HEARING OR ORDER OF THE COURT.

IF A TIMELY OBJECTION IS FILED AND SERVED, A HEARING ON THE APPLICATION WILL BE HELD AT A DATE AND TIME TO BE DETERMINED.

Dated: March 29, 2023

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Colin R. Robinson

Robert J. Feinstein (admitted *pro hac vice*)

Bradford J. Sandler (DE Bar No. 4142)

Colin R. Robinson (DE Bar No. 5524)

919 N. Market Street, 17th Floor

Wilmington, DE 19801

Telephone: (302) 652-4100

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bsandler@pszjlaw.com

crobinson@pszjlaw.com

*Counsel to the Official Committee of Unsecured
Creditors*